

# **Liupakka Decl. Ex. 23**

**MH PRIVATE EQUITY FUND, LLC**  
**CAPITAL CALL NOTICE**  
**AUGUST 4, 2011**

Merchant Capital, LLC

c/o Menard, Inc.

4777 Menard Drive

Eau Claire, WI 54703

ATTN: John R. Menard, Jr.

In accordance with Section 5.3 of the Operating Agreement of MH Private Equity Fund, LLC (the "Fund") dated August 31, 2005; the Manager hereby calls for Merchant Capital, LLC, the Menard Member of that Fund, to make a capital contribution to the Fund of Three Million Seven Hundred Seventy-Five Thousand Sixty-Two Dollars (\$3,775,062). The amount represents the Management Fee for the 2011 year of \$3,861,584 less a credit of \$86,522 for amounts overpaid for the 2009 and 2010 years as shown on the attached calculation.

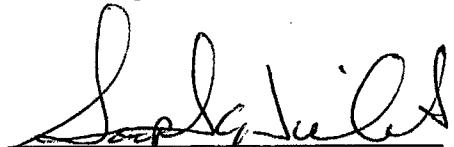
Wiring instructions for this payment are attached.

Capitalized terms used in this notice are defined in the Operating Agreement of MH Private Equity Fund, LLC dated August 31, 2005 and the First Amendment to the Operating Agreement of MH Private Equity Fund, LLC dated May 6, 2009.

If there are any questions on this matter, please contact Rollin M. Dick.

MH Private equity Fund, LLC

By:

  
Stephen C. Hilbert  
President and CEO

## **WIRING INSTRUCTIONS**

**BANK:** The National Bank of Indianapolis, Indianapolis, IN

**ABA ROUTING:** 074006674

**ACCOUNT NAME:** MH Private Equity Fund, LLC

**ACCOUNT #:** REDACTED  
[REDACTED]

**AMOUNT OF:** \$3,775,062 (US DOLLARS)  
(Three Million Seven Hundred Seventy-Five Thousand  
Sixty-Two Dollars)

## MH PRIVATE EQUITY FUND, LLC

### MANAGEMENT FEE FOR THE MANAGEMENT FEE YEAR BEGINNING AUGUST 31, 2011, CALCULATED IN ACCORDANCE WITH SECTION 5.6 OF THE OPERATING AGREEMENT

**A. 1.36% of the following per Section 5.6(b)B(i):**

Purchase price paid for all securities held:

ORBCOMM	\$ 11,819,005
UMG	40,092,500
Sunshine (initial investment)	128,410,000
Sunshine (additional for CalTan)	38,500,000
Sunshine (additional for Designer Skin)	30,000,000
Entertainment	35,118,431
Centaur Note	
Centaur Bonds	<u>7,497,678</u>
 Total	 <u>291,437,614</u>
 1.36% thereof	 <u>\$ 3,963,552</u>
 Portion of fee to MH Private Equity Fund, LLC (the first Fund)	 <u>\$ 3,861,584</u>
 Portion of fee to MH Private Equity Fund II, LLC	 <u>101.968</u>
 Total	 <u>\$ 3,963,552</u>

**B. Credit for overpayment of fee for the years beginning August 31, 2009 and 2010 by MH Private Equity Fund LLC:**

	2009	2010	Total
Fee actually paid	\$ 3,904,845	\$ 3,904,845	\$ 7,809,690
Less corrected amount as shown above	<u>3,861,584</u>	<u>3,861,584</u>	<u>7,723,168</u>
Overpayment	<u>\$ 43,261</u>	<u>\$ 43,261</u>	<u>\$ 86,522</u>